

EXHIBIT B

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UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA

**CERTIFIED
TRANSCRIPT**

DON HENLEY and MIKE CAMPBELL,)
Plaintiffs,)
vs.) No. SACV09-0481
CHARLES S. DEVORE and JUSTIN) JVS (RNBx)
HART,) VOLUME I
Defendants.)

CONFIDENTIAL - ATTORNEYS' EYES ONLY

Videotaped Deposition of MICHAEL CAMPBELL,
at 555 West Fifth Street, Los Angeles,
California, commencing at 9:58 a.m.,
Wednesday, December 2, 2009, before
Janice Schutzman, CSR No. 9509.

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1 a corporation, but I'm not sure legally if that's
2 the right word.

3 Q. Do you know if you're a W-2 employee?

4 A. No.

5 Q. Okay. You don't know or you're not? 10:45AM

6 A. I don't know.

7 Q. Okay. What arrangement did you have with
8 Mr. Petty back in the 1984 time frame about the use
9 of songs you might write? Was the deal that he had
10 first crack at them? 10:45AM

11 A. It's a gentleman's agreement. My
12 preference is to write with my partner, Tom, but if
13 there's something that he doesn't want to use, he
14 understands that it's okay if I want to do something
15 else with it. We just have an understanding. It's 10:45AM
16 not a big deal.

17 Q. Did he ever tell you why he passed on The
18 Boys of Summer demo?

19 A. I think we had a conversation once, and he
20 said that he wished he had been more focused and not 10:45AM
21 let that one get away, something to that effect.

22 Q. That was my next question.

23 Have you ever had a discussion with
24 Mr. Henley about whether or not the two of you
25 should license The Boys of Summer for some ancillary 10:46AM

1 use?

2 A. No.

3 Q. Why not?

4 A. Never came up. I don't know.

5 Q. I mean, from time to time people do ask to 10:46AM
6 use the song, don't they?

7 A. Truthfully, The Boys of Summer -- my
8 relationship with Don Henley is similar to my
9 relationship with Tom Petty in the sense that if I
10 write a song with Don Henley, it's his -- it's going 10:46AM
11 to be on his record. It's a Don Henley record. And
12 I trust him implicitly to do what's best for the
13 song.

14 But anything that would come across the
15 table, I would have a say in whether I agree with 10:47AM
16 it. But I mean, knowing Don, as -- little bit as I
17 do, I would most likely agree with his choice of
18 what's best for the song.

19 Q. If Mr. Henley is passing on licensing
20 opportunities that most likely cost you money, do 10:47AM
21 you agree with that?

22 MR. WHITNEY: I'm sorry. Can you repeat
23 the question again.

24 (Record read as follows:

25 "QUESTION: If Mr. Henley is 10:47AM

1 passing on licensing opportunities that
2 most likely cost you money, do you
3 agree with that?")

4 MR. WHITNEY: Objection, vague. Agree with
5 what?

10:47AM

6 MR. ARLEDGE: My statement. I'll make it
7 easier.

8 THE WITNESS: Yeah, rephrase that.

9 MR. WHITNEY: I'm not trying to be
10 difficult. I honestly just didn't -- wasn't sure
11 what you were asking.

10:47AM

12 MR. ARLEDGE: Inadvertent difficulty. I'm
13 messing with you. That's fine.

14 BY MR. ARLEDGE:

15 Q. New paragraph.

10:47AM

16 Does The Boys of Summer have some market
17 value for licensing deals?

18 A. I would assume so.

19 Q. Do you have any idea what that market value
20 is?

10:48AM

21 A. No.

22 Q. Have you and Mr. Henley ever tested it to
23 find out?

24 A. No.

25 Q. Is that because the two of you are both

10:48AM

1 opposed to licensing the song for ancillary
2 purposes?

3 A. You would have to ask him about that. But
4 I don't want the song used for anything, especially
5 without my permission.

10:48AM

6 Q. The Boys of Summer is associated with Don
7 Henley since it was on his album and he was the
8 singer. I think that's fair to say.

9 Would you agree with that?

10 A. Yes.

10:48AM

11 Q. Is it also associated with you? Do people
12 know your role in The Boys of Summer?

13 A. I assume some people do.

14 Q. Presumably some of the musicians you've
15 worked with and your wife and people like that
16 probably know. But I'm asking a slight- --

10:49AM

17 A. My wife knows.

18 Q. Yeah. I'm asking a slightly different
19 question. It probably wasn't worded very well.

20 New paragraph.

10:49AM

21 Is it your impression that there's a --
22 that the public perceives you as having a role in
23 The Boys of Summer?

24 A. Some of the public.

25 Q. Is -- let me try to get at it a different

10:49AM

1 way, although I'm not sure this is any easier
2 either.

3 New paragraph.

4 Tom Petty and the Heartbreakers is a pretty
5 high profile act.

10:49AM

6 Would you agree with that?

7 A. Yes.

8 Q. You probably -- most of the people you come
9 in contact with on a daily basis have heard of the
10 band. Yes?

10:49AM

11 A. I don't know. People I come in contact
12 with on a daily basis? Some of them never heard of
13 the band.

14 Q. How often do people talk to you about your
15 work on The Boys of Summer?

10:50AM

16 A. How often?

17 Occasionally.

18 Q. Have you ever had somebody come up to you
19 and say, "Hey, Mr. Campbell, I really love The Boys
20 of Summer. Great work"?

10:50AM

21 A. Yes.

22 Q. How often does that sort of conversation
23 take place?

24 A. Occasionally.

25 Q. Other than Mr. Henley, have you had anybody 10:50AM

1 come up to you and ask about the Chuck Devore video
2 using The Boys of Summer?

3 A. No.

4 Q. Did anybody ask you whether or not you've
5 endorsed Chuck Devore or his campaign?

10:50AM

6 A. No.

7 Q. Did anybody ask you whether you're
8 affiliated with Chuck Devore or his campaign?

9 A. No.

10 Q. Have you had anybody ask you whether you
11 licensed the song to Chuck Devore or his campaign?

10:50AM

12 A. No.

13 MR. WHITNEY: When you're ready -- a good
14 time for a break, just let me -- let us know.

15 MR. ARLEDGE: Let's do it now.

10:51AM

16 MR. WHITNEY: You were pausing so --

17 MR. ARLEDGE: I was. I was --

18 MR. WHITNEY: -- I was working that into a
19 nice little --

20 MR. ARLEDGE: I was pausing --

10:51AM

21 MR. WHITNEY: -- segue.

22 MR. ARLEDGE: -- and not for effect, so
23 yes, let's take a break.

24 THE VIDEOGRAPHER: Off the record. The
25 time is 10:51 a.m.

10:51AM

1 STATE OF CALIFORNIA) ss:
2 COUNTY OF LOS ANGELES)

3

4 I, JANICE SCHUTZMAN, C.S.R. No. 9509, do hereby
5 certify:

6 That the foregoing deposition testimony was taken
7 before me at the time and place therein set forth and at
8 which time the witness was administered the oath;

9 That the testimony of the witness and all objections
10 made by counsel at the time of the examination were
11 recorded stenographically by me, and were thereafter
12 transcribed under my direction and supervision, and that
13 the foregoing pages contain a full, true and accurate
14 record of all proceedings and testimony to the best of
15 my skill and ability.

16 I further certify that I am neither counsel for any
17 party to said action, nor am I related to any party to
18 said action, nor am I in any way interested in the
19 outcome thereof.

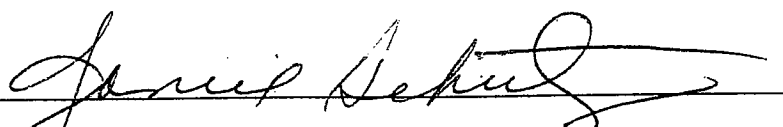
20 IN WITNESS WHEREOF, I have subscribed my name this
21 15th day of December, 2009.

22

23

24

25



JANICE SCHUTZMAN, CSR No. 9509